

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION**

IN RE:	§	Chapter 11
	§	
FIELDWOOD ENERGY LLC, et al.¹	§	Case No. 20-33948 (MI)
	§	
Debtors.	§	(Jointly Administered)
	§	

**W&T OFFSHORE, INC.'S JOINDER IN BEDROCK PETROLEUM CONSULTANTS,
LLC'S RESERVATION OF RIGHTS AND LIMITED OBJECTION TO DIP
FINANCING AND CASH COLLATERAL MOTION**

W&T Offshore, Inc. ("W&T") files this Joinder to Bedrock's Petroleum Consultants, LLC's ("Bedrock") *Reservations of Rights and Limited Objection to DIP Financing and Cash Collateral Motion* (the "Limited Objection") (Doc. No. 192) and states as follows:

1. The Debtors filed an *Emergency Motion for Interim and Final Orders (I) Authorizing Debtors (A) to Obtain Postpetition Financing Pursuant to 11 U.S.C. §§ 105, 361, 362, 363(b), 364(c)(1), 364(c)(2) 364(c)(3), 364(d)(1) and 364(e) and (B) to Utilize Cash Collateral Pursuant to 11 U.S.C. § 363, (II) Granting Adequate Protection to Prepetition Secured Parties Pursuant to 11 U.S.C. §§ 361, 362, 363, 364, and 507(b) and (III) Scheduling Final Hearing* (the "DIP Motion") (Doc. No. 22).

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, as applicable, are: Dynamic Offshore Resources NS, LLC (0158); Fieldwood Energy LLC (6778); Fieldwood Energy Inc. (4991); Fieldwood Energy Offshore LLC (4494); Fieldwood Onshore LLC (3489); Fieldwood SD Offshore LLC (8786); Fieldwood Offshore LLC (2930); FW GOM Pipeline, Inc. (8440); GOM Shelf LLC (8107); Bandon Oil and Gas GP, LLC (9172); Bandon Oil and Gas, LP (9266); Fieldwood Energy SP LLC (1971); Galveston Bay Pipeline LLC (5703); and Galveston Bay Processing LLC (0422). The Debtors' primary mailing address is 2000 W. Sam Houston Parkway S., Suite 1200, Houston, TX 77042.

2. Bedrock filed a Limited Objection and Reservation of Rights to the DIP Motion. (Doc. No. 192). Pursuant to Federal Rule of Civil Procedure 10(c), W&T joins in and adopts by reference Bedrock's Response.

3. In particular, W&T has not seen the proposed final order on the DIP Motion. W&T objected to the order granting the DIP Motion on an interim basis resulting in protection of pre-petition liens, setoff rights, recoupment rights, and contractual rights. *See* Doc. No. 58 ¶ 9(b). W&T objects to the extent these protections do not carry over to the final order. W&T further states that pre-petition lien holders with statutory liens, lien rights, setoff rights, and recoupment rights arising under operating agreements or other contracts should not be obligated to file challenges within the challenge period requested in the DIP Motion.

II. RESERVATION OF RIGHTS

4. W&T reserves all rights with respect to these bankruptcy cases, all rights under any contracts and operating agreements, all rights related to any notices of assumption and cure, and all rights with respect to any claim it may assert or has asserted in this case, including, but not limited to, administrative priority claims that may arise, adequate protection for such expenditures, and all other rights in this case.

WHEREFORE W&T Offshore, Inc. prays the Court sustain this limited objection and grant it such other and further relief to which it may be justly entitled.

Dated: August 20, 2020

Respectfully submitted,

/s/ Philip G. Eisenberg

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ATTORNEYS FOR W&T OFFSHORE, INC.

CERTIFICATE OF SERVICE

This is to certify that a true copy of the foregoing was served via the Court's ECF system on those parties consenting to service through same on August 20, 2020.

/s/ Philip G. Eisenberg

Philip G. Eisenberg